FORM D

U.S. SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

226997

RECEIVED

7 2003

MB Number 3235-0076 Expires: January 31, 1988

SEC USE ONLY

Prefix Serial

DATE RECEIVED

- :	s an amendment and name has changed, an Limited Liability Company Membership		- -	
Filing Under (Check box(es) that ap Type of Filing: x New Filing	ply: Rule 504 Rule 505 x Rule 50 Amendment	6 Section 4	(6) ULOE	
	A. BASIC IDENTIFICATIO	N DATA		
1. Enter the information requested a	about the issuer			
Name of Issuer (check if this is a MC Jetton, LLC	n amendment and name has changed, and ir	dicate change.	03019	9759
Address of Executive Offices 2317 Tarlton Twins Terrace Charlotte, North Carolina 28270	(Number and Street, City, Sta	te, Zip Code)	Telephone Number (Inc (704) 844-6273	luding Area Code)
Address of Principal Business Oper (if different from Executive Offices		te, Zip Code)	Telephone Number (Inc	luding Area Code)
Brief Description of Business Acquisition for investment of real	property located in the Lake Norman ar	ea of Charlott	e, North Carolina.	
Type of Business Organization corporation business trust	limited partnership, already formed limited partnership, to be formed	·*	lease specify): iability Company	PROCESSE
Actual or Estimated Date of Incorporation or Org		ice abbreviatio	x Actual Estimated on for State:	APR 14 2003

GENERAL INSTRUCTIONS

Federal: Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and nay material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee.

State: This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

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		A. BASIC IDENTIFI	CATION DATA		
2. Enter the information reques	sted for the follow	ving:			
• Each promoter of the issu	er if the issuer ha	s been organized within the	he past five years;		
Each beneficial owner have equity securities of the issue.		vote or dispose, or direct	the vote or disposition of,	10% or more of	a class of
 Each executive officer an issuers; and 	d director of corp	orate issuers and of corpo	rate general and managing	g partners of partn	nership
Each general and managing					
Check Box(es) that Apply	x Promoter	x Beneficial Owner	x Executive Officer / Manager	Director	General and/or Managing Partner
Full Name (Last name first, if inc Michael E. Calandra	dividual)				
Business or Resident Address (N	umber and Street,	City, State, Zip Code)			
2317 Tarlton Twins Terrace, C	harlotte, North C	Carolina 28270			
Check Box(es) that Apply	General and/or Managing Partner				
Full Name (Last name first, if inc	dividual)				
Business or Resident Address (N	umber and Street,	City, State, Zip Code)			
Check Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if inc	dividual)				
D D	1.04	O': C: (C: 1)			
Business or Resident Address (N	umber and Street,	City, State, Zip Code)			
Check Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if inc	dividual)				
Business or Resident Address (N	umber and Street,	City, State, Zip Code)			
Check Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if inc	lividual)				
Business or Resident Address (N	umber and Street,	City, State, Zip Code)			
Check Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

Full Name (Last name first, if individual)

Business or Resident Address (Number and Street, City, State, Zip Code)

				В.	INFORMA	TION ABO	UT OFFERI	NG				
1. Has the	e issuer sold,	or does the					in this offeri nder ULOE.	ng?				No x
2. What is the minimum investment that will be accepted from any individual?											\$37,500.0	0
3. Does the offering permit joint ownership of a single unit?										1	No	
commis a persor states, l	sion or simi to be listed ist the name	on requested lar remunera is an associa of the broke u may set for	tion for solic ated person or r or dealer.	citation of p or agent of a If more thar	urchasers in broker or d five (5) per	connection ealer registe sons to be li	with sales of red with the sted are asso	securities in SEC and/or	n the offering with a state	or	X	
Full Name None.	(Last name	first, if indiv	vidual)			•						
Business o	or Residence	Address (No	umber and S	treet, City,	State, Zip Co	ode)						
Name of A	Associated B	roker or Dea	ler						• • • • • • • • • • • • • • • • • • • •			
States in V	Vhich Person	n Listed Has	Solicited or	Intends to S	Solicit Purch	asers						
Check "A	All States" o	r check indiv	idual States)		****************	•••••••	•••••••				All State
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
	. ,	first, if indiv										
Business o	or Residence	Address (No	umber and S	treet, City,	State, Zip Co	ode)						
Name of A	Associated B	roker or Dea	ler									
		n Listed Has										
Check "Al	States" or	check individ	dual States)			·····				·······	······································	All State
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
Full Name	(Last name	first, if indiv	/idual)		4						•	•
Business o	or Residence	Address (Nu	umber and S	treet, City, :	State, Zip Co	ode)					, ,	
Name of A	Associated B	roker or Dea	ler									
		n Listed Has check individ										All State
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[iD] [MO] [PA] [PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "O" if answer is "none" or "zero." If the transaction is an exchange offering, check this box—and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold
Debt (secured notes)	S -0-	S -0-
Equity		s -0-
Common Preferred		
Convertible Securities (including warrants)	· S -0-	\$ -0-
Partnership Interests	· S -0-	\$ -0-
Other (Specify Membership Units of LLC Membership Interests)	\$ 395,000	s -0-
Total	\$ 395,000	s -0-
Answer also in Appendix, Column 3, if filing under ULOE.	3353,000	
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter ")" if answer is "none" or "zero."	Number	Aggregate Dollar Amount
	of Investors	of Purchases
Accredited Investors	1 0	\$ <u>-0-</u>
Non-accredited Investors	.	\$ <u>-0-</u>
Total (for filings under Rule 504 only)	-0-	\$ <u>-0-</u>
Another also in Appendix, Column 4, it thing under CECE.		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all		
3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering	Type of Security	Dollar Amount Sold
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.	Security	1
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering	Security 	1
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A Rule 504	Security	Sold
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A	Security -00-	Sold \$0
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A Rule 504	Security -000-	Sold S0- S0- S0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A. Rule 504 Total 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Excludes amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.	Security -0000-	Sold S0- S0- S0- S0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A Rule 504 Total. Total. 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Excludes amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is	Security -0000-	Sold S0- S0- S0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A Rule 504 Total 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Excludes amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees.	Security -0000-	Sold S0- S0- S0- S0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A	Security -0000-	\$0- \$0- \$0- \$0- x \$7,200 \$0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505	Security -0000-	\$0- \$0- \$0- \$0- \$0- x \$7,200
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A. Rule 504 Total. Total. 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Excludes amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Printing and Engraving Costs Legal Fees. Accounting Fees Engineering Fees Sales Commissions (specify finders' fees separately)	Security -00000-	\$0- \$0- \$0- \$0- \$0- x \$7,200 \$0- \$0- \$0-
securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of offering Rule 505 Regulation A Rule 504 Total. Total. A. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Excludes amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees. Printing and Engraving Costs Legal Fees. Accounting Fees Engineering Fees	Security -000000-	\$0- \$0- \$0- \$0- x \$7,200 \$0- x \$0-

C. OFFERING PRIC	CE, NUMBER OF INVESTORS, EXPENSES AND USE O	OF PROCEEDS	
 b. Enter the difference between the aggregate of Question 1 and total expenses furnished in responsished in responsished in the management of the issuer. 	ffering price given in response to Part C - unse to Part C - Question 4.a. This difference		\$_365,480
5. Indicate below the amount of the adjusted gross used for each of the purposes shown. If the amo estimate and check the box to the left of the esti- the adjusted gross proceeds to the issuer set forth	ount for any purpose is not known, furnish an mate. The total of the payments listed must equal		
		Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees		\$0	\$0
Purchase of real estate		\$0	x \$ <u>364,580</u>
Purchase, rental or leasing and installation of m	achinery and equipment	\$0	\$0
Construction or leasing of plant buildings and fa	acilities	\$ <u>-0-</u>	\$0
	ities of another issuer pursuant to a merger)	\$0	\$0
Repayment of indebtedness		S0	x \$900
Working capital		S0	\$0
Other (specify):		\$ <u>-0-</u>	\$0
		\$0	x \$ <u>365,480</u>
Total Payments Listed (column totals added)		x \$	365,480
	D. FEDERAL SIGNATURE		
signature constitutes an undertaking by the issuer t	by the undersigned duly authorized person. If this notice of furnish to the U.S. securities and Exchange Commission redited investor pursuant to paragraph (b)(2) of Rule 502.		
Issuer MC Jetton, LLC	Signature MS/M	Date April <u>2</u>	, 2003
Name of Signer (Print or Type) Michael E. Calandra	Title of Signer (Print or Type) Manager		

ATTENTION
Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE	
Is any party described in 17 CFR 230.252(c), (c disqualification provisions of such rule?	d), (e) or (f) presently subject to any of the	Yes No
	See Appendix, Column 5, for state response.	•
2. The undersigned issuer hereby undertakes to fu filed, a notice on Form D (17 CFR 239.500) at s	rnish to any state administrator of any state in which thuch times as required by state law.	is notice is
The undersigned issuer hereby undertakes to fur furnished by the issuer to offerees.	rnish to the state administrators, upon written request,	information
the Uniform Limited Offering Exemption (ULO	er is familiar with the conditions that must be satisfied (E) of the state in which this notice is filed and understand the burden of establishing that these conditions has the burden of establishing that these conditions have been established to be a satisfied to be	ands that the
The issuer has read this notification and knows the authorized person.	contents to be true and has duly caused this notice to l	be signed on its behalf of the undersigned duly
Issuer MC Jetton, LLC	Signature MKA	Date April <u>3</u> , 2003
Name of Signer (Print or Type) Michael E. Calandra	Title of Signer (Print or Type) Manager	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				APP	ENDIX					
1	Intend to non-a Investor	to sell ccredited s in State - Item 1)	3 Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C - Item 2)			Disqual under Sta (if yes expland waiver	5 Disqualification under State ULOE (if yes. attach explanation of waiver granted) (Part E - Item 2)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No	
AL										
AK										
AZ										
AR										
CA										
CO										
CT										
DE							1			
DC										
FL										
GA										
HI										
ID										
IL										
IN	-									
IA										
KS										
KY										
LA										
ME										
MD					·					
MA										
MI										
MN										
MS										

				APP	ENDIX				
1	Intend to sell to non-accredited Investors in State (Part B - Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E - Item 2)				
State	Yes	No		Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
MO		-							
MT									
NE					**************************************				
NV									
NH							<u> </u>		
NJ		<u> </u>					<u> </u>		
NM									
NY									
NC							· · · · · ·		
ND									,
ОН									
OK									
OR									
PA									
RI		-							
SC							<u> </u>		
SD									
TN									
TX	,								
UT									
VT									
VA									
WA									
WA									
WV									
WI									
WY									
PR									

Outside of the United States:

Total: -0-